

MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC

1700 LINCOLN STREET, SUITE 4550
DENVER, CO 80203
(303) 830-0800
www.MarkusWilliams.com
TAX ID 84-1292298

September 14, 2016

Invoice No.: 93425

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.002 Restructure/Reorganization

PROFESSIONAL SERVICES:

			Hours	
07/27/2016	SRR	Review and revise rule 2004 motion (0.3); Correspondence re discovery (0.2); Telephone conference(s) with B. Hunsicker re discovery (0.1); Correspondence re local rules and research local rules on 2004 (0.2).	0.80	300.00
07/28/2016	SRR	Correspondence with J. Young and B. Hunsicker re 2004 exams on insurance companies (0.2); Correspondence re insurance companies and review of 2004 (0.3).	0.50	187.50
08/01/2016	BTH	Phone conference with T. Copenhaver re open issues in case (.7); Interoffice discussions with J. Young re open issues in case (.3); Phone conference and email with J. Salisbury re removal of tort actions (.3); Phone conference with S. Ortiz re removal of tort actions (.2); Email to T. Copenhaver re documents necessary for removal of tort actions (.1); Review materials from potential financial advisor (.5).	2.10	619.50
	JFY	Conference with client re status of certain issues.	0.50	197.50
08/02/2016	BTH	Telephone conferences with J. Salisbury re removal of tort litigation (.8); Research re procedure for removal of tort litigation and extending time to elect removal (.7); Review draft notice of removal (.2).	1.70	501.50
08/03/2016	BTH	Review Asset Purchase Offer from Class Action Capital and forward the same to T. Odom (.4); Review email from M. Long re scheduling interviews with potential FAs (.1).	0.50	147.50
	JFY	Review and analyze various miscellaneous open items.	0.80	316.00
08/04/2016	BTH	Attend conference call with CEO, and CFO re outstanding issues with case (.7); Follow-up phone conference with J. Young (.1); Address email re financial data to be provided to potential FA (.1); Email to CEO re meeting with potential FA (.1); Email to M. Long re contract with new vendor (.1); Email M. Long Declaration to potential FAs along with request for conference call interview and review responses thereto (.4).	1.50	442.50

			Hours	
08/05/2016	BTH	Research re motion to extend deadline on removal of tort litigation (.3); Review and revise motion to extend deadline on removal of tort litigation (.3); Email to J. Young re status of removal motion (.1); Review and respond to various email correspondence from potential financial advisors (.3); Phone and email correspondence with M. Long re providing financial data to FAs and Bank (.3).	1.30	383.50
08/08/2016	BTH	Review plan terms submitted by Committee and circulate internally and to the CEO and CFO (.5); Discuss term sheet of plan (.3); File review to determine request responsive to Committee counsel and forward loan docs to Committee counsel (.3).	1.10	324.50
	SRR	Correspondence with B. Hunsicker re 2004 (0.2); Telephone conference(s) with insurance company representatives on 2004 and other matters (1.6); Review term sheet from UCC (0.3); Telephone conference(s) with B. Hunsicker re settlement with UCC and 2004 (0.2); Research discovery issues on 2004 (0.3).	2.40	900.00
08/09/2016	BTH	Phone conference with C. Caby (Hospital District) re assumption of leases (.6); Phone conference with J. Salisbury re research on Debtor's eligibility for Chapter 11 relief (.2); Begin research re WY Governmental Claims Act and potential implications on case (1.3); Follow up phone conference with financial advisors re Debtor's selection (.3); Email to CEO re update on case (.1); Various email correspondence with parties in case to coordinate in-person meeting (.2).	2.80	826.00
08/10/2016	SRR	Review memo on instrumentality; Research on instrumentality and bankruptcy filing thereby.	0.80	300.00
	RBL	Prepare discovery notebook.	0.30	37.50
	BTH	Research re Wyoming Governmental Claims Act under Wyoming law and apply to case and prepare memorandum (2.8); Review initial disclosures and email correspondence from J. Cronin (.3); Review and revise monthly interim fee documents (.3); Email to L. Budz and CEO/CFO re potential sale of surplus emails (.2); Additional research and analysis re Debtor as an instrumentality (.9).	4.50	1,327.50
08/11/2016	BTH	Email to potential appraiser on status of case (.1); Correspondence with C. Caby re pre-petition litigation cases (.2); Review pre-petition tort litigation pleadings (1.1).	1.40	413.00
08/12/2016	BTH	Phone conference with counsel for potential management company (.6); Initial review of proposed engagement letter from H2C (.2).	0.80	236.00
08/15/2016	BTH	Travel to and from Denver to participate in meeting with Committee counsel (billed at half-time) (1.7); Prepare for and attend meeting with Committee counsel (3.1); Review and research re proposed engagement from H2C (.6); Strategize for upcoming hearing and plan procedure to address various issues in case (.9).	6.30	1,858.50
	JFY	Review and analyze open issues involving enforcement of all the automatic stay or extension of automatic stay.	1.20	474.00

			Hours	
08/16/2016	BTH	Draft proposed motion and order for continuance (.4); Emails to parties re continuing hearing on motion to extend stay and discuss the same with R. Royal (.5); Email to CEO/CFO re proposed term sheet from Committee (.1); Review proposed plan to address indemnification and emails to T. Copenhagen regarding the same (.4); Phone and email correspondence with D. Kellam (.5); Review docket and pleadings in case (.8); Assist in preparation for hearing on motion to extend stay (.6); Work on strategy to address various open issues in case (.9); Phone conference with CollectionCenter and research contract related issues (.4).	4.60	1,357.00
08/17/2016	BTH	Attend hearing on motion to enforce or extend stay (.3); Review and analysis issues related to motion to enforce or extend stay (.4); Phone conference with R. Royal to address case (.3); Phone conference with C. Caby to address leases with Hospital District (.2).	1.20	354.00
08/19/2016	BTH	Phone conference with CEO/CFO to provide update on case (.5); Phone conference with H2C to address issues with engagement (.3); Additional review of removal motions by HealthTech (.3); Email to/from T. Copenhagen re updates on case (.2); Review and respond to email from M. Long re correspondence with Powell Tribune (.2).	1.50	442.50
08/21/2016	BTH	Research re eligibility of PVHC as Debtor under the Bankruptcy Code.	1.50	442.50
08/22/2016	BTH	Address issue with payment of US Trustee fees (.3); Email to T. Copenhagen re case status (.2).	0.50	147.50
08/23/2016	BTH	Review update budget from M. Long and suggest revisions thereto (1.1); Phone conference with T. Woznick to address budget (.2); Phone conference with B. Marvel (.2); Review Minute Entry (.1); Review and respond to email from CFO re contract with vendor (.3).	1.90	560.50
	RBL	Review Notice of Removal Pleadings	1.20	150.00
08/24/2016	BTH	Review Order re Employment of Ordinary Course Professionals (.2); Discuss recent Order with CEO and CFO (.2); Email recent Order to T. Copenhagen (.1); Analyze issues with respect to Order on Employment of Ordinary Course Professionals (.9); Review invoices from CFO (.1).	1.50	442.50
08/25/2016	BTH	Phone conference with C. Caby to update on status of case (.4); Phone conference with T. Copenhagen re Order on Ordinary Course Professionals (.2); Attend phone conference re updating IT software (.9); Review creditor information (.1); Review Order Extending Removal Deadline (.1); Analyze open issues in the case (.7).	2.40	708.00
08/26/2016	BTH	Phone conference with CEO re case updates (.4); Email to M. Long re sale/lease of equipment (.1); Review Motion to Extend Time to Respond to H2C Application (.1); Review Request for Hearing (.1); Review US Trustee Statement of No Objection (.1).	0.80	236.00
08/28/2016	BTH	Finalize draft of Plan Term Sheet.	0.50	147.50
08/29/2016	BTH	Review and revise adversary complaint for injunction (.5); Research issue re parties required to be named in adversary proceeding (.4).	0.90	265.50

			Hours	
	BTH	Initial review of various POCs filed in case.	0.60	177.00
08/30/2016	BTH	Email to CEO/CFO re updates to cash collateral budget (.1); Review Tort Claimants Supplemental Response to Motion to Extend Stay and analyze issues related thereto (.6).	0.70	206.50
08/31/2016	BTH	Update CEO/CFO on outstanding issues in case (.2).	0.20	59.00
	SRR	Work on reply to objection to financial advisor.	0.50	187.50
	TOTAL SERVICES		51.80	15,676.00

EXPENSES:

Photocopies	1,207.40
Online research	953.49
Postage	234.00
Out-of-town travel	108.00
Recording fees	350.00
Conference calls	125.29
TOTAL EXPENSES Thru 08/31/2016	2,978.18

TOTAL THIS INVOICE 18,654.18

Previous Balance \$56,442.47

08/19/2016 Payment received -43,941.61

TOTAL OUTSTANDING INVOICES \$31,155.04

Aged Due Amounts			
<u>Stmnt Date</u>	<u>Stmnt #</u>	<u>Billed</u>	<u>Due</u>
08/10/2016	92763	12,500.86	12,500.86
			<u>12,500.86</u>

Your trust account balance is

	Opening Balance	\$228,501.20
08/18/2016	Ck# 2795	96,053.05
08/18/2016	May 16-June 30 Interim Billing Payment	
	PAYEE: MARKUS WILLIAMS YOUNG & ZIMMERMANN LL	-96,053.05
09/09/2016	Ck #3030	39,891.45
09/13/2016	July Interim Billing Payment	
	PAYEE: MARKUS WILLIAMS YOUNG & ZIMMERMANN LL	-39,891.45
	Closing Balance	<u>\$228,501.20</u>

PAYABLE UPON RECEIPT

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DENVER, CO 80203

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TAX ID 84-1292298

September 14, 2016

Invoice No.: 93426

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.003 General Administration

EXPENSES:

Online research	19.30
TOTAL EXPENSES Thru 08/31/2016	19.30
TOTAL THIS INVOICE	19.30
TOTAL OUTSTANDING INVOICES	<u>\$19.30</u>

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September 14, 2016

Invoice No.: 93427

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.004 Cash Collateral

PROFESSIONAL SERVICES:

			Hours	
08/05/2016	BTH	Review monthly financial data for purposes of use of cash collateral and email M. Long regarding the same (.5); Review updated financial data from M. Long and email the same to T. Woznick (.3).	0.80	236.00
08/16/2016	BTH	Discuss use of cash collateral with T. Woznick (.3); Review cash collateral order and email M. Long re creating updated budget for continued use of cash collateral (.4).	0.70	206.50
08/29/2016	BTH	Phone conference with T. Woznick to address budget and status of case (.4).	0.40	118.00
08/30/2016	BTH	Review and revise cash collateral budget (.4); Email and phone conference with T. Woznick re revisions to cash collateral budget (.2).	0.60	177.00
08/31/2016	BTH	Phone conference with T. Woznick to address use of cash collateral (.3); Review and revise agreement for continued use of cash collateral (.8).	1.10	324.50
		TOTAL SERVICES	3.60	1,062.00
		TOTAL THIS INVOICE		1,062.00
		Previous Balance		\$1,426.50
08/19/2016		Payment received		-442.50
09/13/2016		Payment received		-388.95
		Total Payments		-831.45
		TOTAL OUTSTANDING INVOICES		<u><u>\$1,657.05</u></u>

Aged Due Amounts

<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
08/10/2016	92764	984.00	595.05
			<u>595.05</u>

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September 14, 2016

Invoice No.: 93428

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.005 Schedules and SOFA

PROFESSIONAL SERVICES:

			Hours	
08/10/2016	BTH	Begin reconciliation of Schedule F; Review filed Schedule F and related information re undisclosed patients (.7).	0.70	206.50
08/11/2016	BTH	Review and reconcile filed Schedule F and Schedule F with undisclosed patients (2.9); Additional review of reconciliation of Schedule F to be provided under seal (.4).	3.30	973.50
TOTAL SERVICES			4.00	1,180.00
TOTAL THIS INVOICE				1,180.00
Previous Balance				\$25,840.50
08/19/2016		Payment received		-24,956.00
09/13/2016		Payment received		-884.50
Total Payments				-25,840.50
TOTAL OUTSTANDING INVOICES				<u>\$1,180.00</u>

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TAX ID 84-1292298

September 14, 2016

Invoice No.: 93429

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.006 Required Meetings

	Previous Balance	\$767.00
08/19/2016	Payment received	-767.00
	TOTAL OUTSTANDING INVOICES	<u>\$0.00</u>

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September 14, 2016

Invoice No.: 93430

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.007 Required Reports

PROFESSIONAL SERVICES:

			Hours	
08/19/2016	BTH	Review all materials and documents for purposes of filing July MOR and file the same with the Court (1.6).	1.60	472.00
TOTAL SERVICES			1.60	472.00
TOTAL THIS INVOICE				472.00
Previous Balance				\$1,976.50
08/19/2016		Payment received		-1,416.00
09/13/2016		Payment received		-560.50
Total Payments				-1,976.50
TOTAL OUTSTANDING INVOICES				<u>\$472.00</u>

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September 14, 2016

Invoice No.: 93431

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.008 Claims

PROFESSIONAL SERVICES:

			Hours	
08/03/2016	JFY	Review and analyze various claims issues and estimation issues.	0.70	276.50
08/04/2016	JFY	Review and analyze personal injury claims issues and estimation procedures in regard to same (.9); Review and analyze removal issues and related motion re personal injury claims (1.2).	2.10	829.50
	JFY	Correspondence with Committee's counsel re claims issues and estimation issues.	0.50	197.50
08/31/2016	BTH	Review various tort claims filed in case (.6).	0.60	177.00
	JFY	Review and personal injury claim issues and resolution of same (1.3); Review and analyze priority claim/administrative claim asserted by McKesson and stipulation to resolve same (1.2); Review and analyze various priority claim issues and any tax issues regarding need to reserve for same or other treatment in regard to case (1.2).	3.70	1,461.50
		TOTAL SERVICES	7.60	2,942.00

EXPENSES:

Online research	16.90
TOTAL EXPENSES Thru 08/31/2016	16.90

TOTAL THIS INVOICE 2,958.90

Previous Balance \$13,925.00

08/19/2016	Payment received	-13,042.00
09/13/2016	Payment received	-883.00
	Total Payments	-13,925.00

TOTAL OUTSTANDING INVOICES \$2,958.90

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TAX ID 84-1292298

September 14, 2016

Invoice No.: 93432

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.009 Executory Contracts

PROFESSIONAL SERVICES:

			Hours	
08/03/2016	BTH	Begin lease review and preparation for drafting motion to assume leases with Hospital District (.8); Begin drafting motion (.4).	1.20	354.00
08/04/2016	BTH	Continue and finish review various unexpired leases with Hospital District in preparation of drafting motion to assume the same (1.4); Finalize draft motion to assume unexpired leases with Hospital District (2.4); Email draft motion to J. Young and discuss the same via phone conference (.1).	3.90	1,150.50
	JFY	Review and analyze assumption motion re real property lease.	0.80	316.00
	JFY	Review and analyze various executory contract issues.	0.50	197.50
08/08/2016	BTH	Review and revise motion to assume leases with Hospital District (.5); Draft proposed order (.3); Email documents to C. Caby (.1).	0.90	265.50
08/17/2016	BTH	Additional review and revisions to motion to assume leases with Hospital District (.4).	0.40	118.00
08/18/2016	BTH	Email proposed motion to assume leases with Hospital District to CEO/CFO (.1); Review, revise and finalize motion to assume leases with Hospital District, proposed order and form or notice (2.3).	2.40	708.00
		TOTAL SERVICES	10.10	3,109.50
		TOTAL THIS INVOICE		3,109.50
		Previous Balance		\$680.00
08/19/2016		Payment received		-503.00
09/13/2016		Payment received		-177.00
		Total Payments		-680.00
		TOTAL OUTSTANDING INVOICES		<u>\$3,109.50</u>

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DENVER, CO 80203
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TAX ID 84-1292298

September 14, 2016

Invoice No.: 93433

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.010 Creditors Committee

PROFESSIONAL SERVICES:

			Hours	
08/04/2016	BTH	Phone conference and email with S. Goldstein re update on outstanding issues (.3).	0.30	88.50
08/23/2016	BTH	Email to S. Goldstein re updated budget for cash collateral (.1).	0.10	29.50
08/26/2016	BTH	Review email from J. Cotter re issues with Application to Employ H2C (.1); Email to/from S. Goldstein (.1).	0.20	59.00
08/30/2016	BTH	Email to/from S. Goldstein re proposed changes to cash collateral budget (.1); Phone conference with S. Goldstein re cash collateral budget (.1); Email to Committee re revised term sheet (.1); Review Committee call agenda (.1).	0.40	118.00
08/31/2016	BTH	Prepare for and attend conference call with Committee and other parties in interest (1.5); Email S. Goldstein re additional agenda items (.1); Email to/from S. Goldstein re publication of claims bar date (.2); Research re notice of PHVC filing (.2).	2.00	590.00
		TOTAL SERVICES	3.00	885.00
		TOTAL THIS INVOICE		885.00
		Previous Balance		\$1,911.50
08/19/2016		Payment received		-1,911.50
		TOTAL OUTSTANDING INVOICES		<u>\$885.00</u>

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September 14, 2016

Invoice No.: 93434

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.012 Tort Litigation

PROFESSIONAL SERVICES:

			Hours	
08/01/2016	JMS	Prepare notices of removal of state court causes of action to federal court; Research re correct procedures for same; Conferences regarding logistics for compiling records for removal; Conferences with J. Young and B. Hunsicker re same.	2.30	713.00
	JFY	Review and analyze status of various removal issues (.9); Conference with B. Hunsicker re same (.2).	1.10	434.50
08/02/2016	MTF	Research re removal and tort litigation issues.	0.50	147.50
	JMS	Conferences with B. Hunsicker re removal of actions from state court to federal court and procedures to follow thereby; Draft proposed motion for extension of time to remove state court actions to federal court; Legal research re the standards for extending time to remove actions; Conference with J. Young re same.	3.40	1,054.00
	JFY	Review and analyze removal issues (.8); Review and analyze case law re removal issues (.9); Conference with J. Salisbury re removal issues (.2).	1.90	750.50
08/03/2016	JMS	Revise Motion for Order Extending Period to Remove State Court Actions.	0.40	124.00
08/05/2016	JMS	Revise, finalize and file Motion for Extension of Time to Remove Actions; Conference with B. Hunsicker re same.	0.90	279.00
08/11/2016	JMS	Correspondence with defense counsel re answers to tort complaints for inclusion in future removal of same.	0.60	186.00
08/12/2016	JMS	Review Notices of Removal filed by Healthtech; Legal research re same.	1.00	310.00
	JFY	Continue review of open issues re removal.	0.80	316.00
08/15/2016	JMS	Follow-up re agreement to extend hearing on extension of the automatic stay.	0.30	93.00

			Hours	
08/16/2016	JMS	Prepare for hearing before Judge Parker on the Motion to Extend the Automatic Stay.	5.80	1,798.00
08/17/2016	JMS	Prepare for and attend hearing on motion to extend automatic stay (2.6); Conference with B. Hunsiker and J. Young following hearing re preparation of Complaint re same (0.9).	3.50	1,085.00
08/19/2016	JMS	Research re drafting of complaint for rule 105 injunction.	0.40	124.00
	JFY	Review and analyze various issues re the declaratory judgment action.	1.00	395.00
08/22/2016	JMS	Begin drafting Complaint for injunctive relief.	3.80	1,178.00
08/23/2016	JMS	Continue drafting Complaint re declaratory judgment and injunction.	3.30	1,023.00
08/24/2016	JMS	Continue drafting adversary complaint.	2.80	868.00
08/25/2016	JMS	Continue drafting complaint for adversary proceeding.	1.50	465.00
08/26/2016	JMS	Continue drafting complaint requesting injunctive relief; Review pleadings filed by Creditor Committee re removed actions.	3.20	992.00
08/30/2016	JMS	Finalize and file adversary complaint; draft adversary proceeding cover sheet.	3.50	1,085.00
08/31/2016	JMS	Review proofs of claims; Conference with B. Hunsicker re notice to the insurance companies of new claims; Prepare for service of adversary complaint.	0.70	217.00
TOTAL SERVICES			42.70	13,637.50
TOTAL THIS INVOICE				13,637.50
Previous Balance				\$23,747.50
08/19/2016		Payment received		-9,073.44
09/13/2016		Payment received		-1,023.00
Total Payments				-10,096.44
TOTAL OUTSTANDING INVOICES				<u>\$27,288.56</u>

Aged Due Amounts			
Stmnt Date	Stmnt #	Billed	Due
07/14/2016	92509	22,724.50	13,651.06
			<u>13,651.06</u>

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TAX ID 84-1292298

September 14, 2016

Invoice No.: 93435

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.013 Insurance Issues

PROFESSIONAL SERVICES:

			Hours	
08/02/2016	BTH	Review and respond to email from C. Naltsas (Lexington) re 2004 exam and follow-up call with D. Kellam.	0.20	59.00
08/03/2016	BTH	Review email correspondence from Lexington re 2004 exam and discuss the same internally (.3).	0.30	88.50
08/05/2016	BTH	Voice mail from J. Burghardt and respond accordingly (.2); Email correspondence with J. Young re status of 2004 motions (.2); Email and phone correspondence with Lexington re 2004 motion (.2).	0.60	177.00
08/08/2016	BTH	Telephone conferences with S. Rider re 2004 exams (.4); Attend conference call with J. Burghardt re 2004 exam of UMIA (.7); Attend conference call with D. Kellam re 2004 exam of Lexington (.3); Review memorandum on UMIA policy considerations (.4).	1.80	531.00
08/09/2016	BTH	Email correspondence with M. Davis (Lexington) re 48-hour standstill (.2).	0.20	59.00
		TOTAL SERVICES	3.10	914.50
		TOTAL THIS INVOICE		914.50
		Previous Balance		\$30,577.07
09/13/2016		Payment received		-23,484.50
		TOTAL OUTSTANDING INVOICES		<u><u>\$8,007.07</u></u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
07/14/2016	92506	7,092.57	7,092.57
			<u>7,092.57</u>

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September 14, 2016

Invoice No.: 93436

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.014 Plan and Disclosure Statement

PROFESSIONAL SERVICES:

			Hours	
08/08/2016	JMS	Review and analysis of proposed term sheet from creditors committee for plan of reorganization; review and analysis of proposal to "collapse" the District and the Hospital's assets and debts.	0.80	248.00
08/09/2016	JMS	Analysis as to corporate separation between the District and the Hospital.	0.50	155.00
	JFY	Review and analyze Committee Plan Term Sheet (1.2); Correspondence with Committee counsel re same (.5).	1.70	671.50
08/10/2016	JMS	Legal research as to whether the hospital is an "instrumentality" of the District and thus whether the bankruptcy petition may be subject to dismissal.	3.20	992.00
08/11/2016	JFY	Review and analyze Plan Term Sheet issues from Committee.	1.20	474.00
08/15/2016	JFY	Review and analyze plan issues; Prepare for meeting with counsel for creditor committee (.9); Conference with attorneys for the Creditors Committee and the Hospital District re Plan Term Sheet issues (1.0).	1.90	750.50
08/16/2016	JFY	Review and analyze plan issues and term sheet issues raised by committee and potential resolutions to disagreements.	1.20	474.00
08/19/2016	JFY	Review and analyze disclosure statement issues and timing of preparation.	0.40	158.00
08/26/2016	BTH	Review Committee Plan Term Sheet; Revise and re-draft Plan Term Sheet for agreement between the Debtor, the Committee and the Tort Claimants.	2.30	678.50
	JFY	Review and analyze Committee's Plan term sheet issues.	0.60	237.00
08/29/2016	JFY	Review and analyze Plan issues and issues raised by Committee Plan term sheet (.9); Review and revise Committee's Plan term sheet in formulating response thereto (1.5).	2.40	948.00
	BTH	Additional review and revisions to Plan Term Sheet and analyze issues related thereto (1.7); Email revised Plan Term Sheet to CEO/CFO (.1).	1.80	531.00

			Hours	
08/30/2016	JFY	Continue to review and analyze issues raised by Committee and their Plan Term Sheet (.7); Continue to review and analyze potential modifications to Plan to satisfy issues raised by committee (1.3); Review and revise Plan Term Sheet to be submitted to Committee showing redline changes and discuss same with B. Hunsicker (1.5).	3.50	1,382.50
	BTH	Discuss term sheet with T. Odom (.1); Email to CEO/CFO re concerns with term sheet (.2); Review and revise term sheet (1.1); Phone and email conference with C. Caby to address term sheet (.3).	1.70	501.50
08/31/2016	JFY	Conference with Committee's counsel to discuss plan term sheet and other open issues.	1.30	513.50
		TOTAL SERVICES	24.50	8,715.00
		TOTAL THIS INVOICE		8,715.00
		Previous Balance		\$16,972.50
09/13/2016		Payment received		-10,336.50
		TOTAL OUTSTANDING INVOICES		<u>\$15,351.00</u>

Aged Due Amounts			
<u>Stmt Date</u>	<u>Stmt #</u>	<u>Billed</u>	<u>Due</u>
07/14/2016	92507	6,636.00	6,636.00
			<u>6,636.00</u>

PAYABLE UPON RECEIPT

MARKUS WILLIAMS YOUNG & ZIMMERMANN LLC

1700 LINCOLN STREET, SUITE 4550
DENVER, CO 80203
(303) 830-0800
www.MarkusWilliams.com
TAX ID 84-1292298

September 14, 2016

Invoice No.: 93437

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.015 Employment and Fee Applications

PROFESSIONAL SERVICES:

			Hours	
08/02/2016	BTH	Review presentations submitted by potential financial advisors and email the same to CEO/CFO (.9); Emails to/from potential financial advisors for possible engagement (.2);	1.10	324.50
08/03/2016	BTH	Review interim monthly fee application order (.2); Email to M. Long re status of interim fee statement (.1); Initial review of time entries for July (.3).	0.60	177.00
08/04/2016	JFY	Review and analyze issues related to retention of financial advisor.	1.40	553.00
08/08/2016	BTH	Review time entries and code for purposes of fee application (.9).	0.90	265.50
	BTH	Phone conferences with potential financial advisors (1.9); Phone conference with T. Copenhaver re discussions with potential financial advisors (.3); Email correspondence with potential financials advisors to coordinate interviews (.4).	1.60	472.00
08/09/2016	BTH	Begin drafting interim monthly fee summary for July (.3).	0.30	88.50
	BTH	Prepare for phone conferences with potential financial advisors (.6); Attend conference calls with potential financial advisors and follow-up calls (2.8); Phone conference with CEO/CFO to discuss retention of financial advisor (.8).	4.40	1,298.00
	JFY	Participate in calls and discussions with various advisory firms seeking to be financial advisors to the Debtor; Conference with client re same.	2.10	829.50
08/10/2016	JFY	Review and analyze the retention of financial advisors and various issues related thereto (.9); Conference with financial advisors (.3).	1.10	434.50
08/11/2016	BTH	Email monthly billing statement to CEO/CFO (.1); Review and finalize interim monthly billing statement documents (.3).	0.40	118.00
08/12/2016	JFY	Review and analyze issues related to retention of financial advisor.	0.80	316.00
08/16/2016	BTH	Phone conference with H2C re proposed engagement (.7); Review and revise proposed engagement letter from H2C and email the same to client (.9).	1.60	472.00

			Hours	
	JFY	Review and analyze engagement agreement with financial advisor.	0.80	316.00
08/17/2016	BTH	Email to H2C with proposed revisions to engagement letter (.1); Additional review and revisions to proposed engagement letter from H2C (.4); Phone conference with H2C to address engagement letter (.3); Review revised engagement letter from H2C and forward to CEO/CFO (.3).	1.10	324.50
08/19/2016	BTH	Review and revise engagement letter from H2C (1.1); Email correspondence with H2C (.2); Email to CEO/CFO outlining revisions to new engagement letter from H2C (.3).	1.60	472.00
	JFY	Review and analyze various issues involving retention of financial advisor.	0.90	355.50
08/21/2016	BTH	Begin drafting Application to Employ H2C are related documents thereto (1.9).	1.90	560.50
08/23/2016	BTH	Finalize draft documents for employment of H2C (1.9); Confirm retention with H2C (.1).	2.00	590.00
08/24/2016	MTF	Review and respond to correspondence from B. Hunsicker re financial advisor employment issues.	0.30	88.50
	BTH	Address open issues regarding Application to Employ H2C (.3); Draft Proposed Order on Application (.4); Review proposed changes to Application from H2C (.3).	1.00	295.00
08/25/2016	BTH	Address US Trustee concerns with H2C (.3); Review US Trustee concerns to Application to Employ H2C (.2); Email to H2C re finalizing Application (.1); Review, revise and finalize Application to Employ H2C (1.6).	2.20	649.00
08/26/2016	BTH	Draft nondisclosure agreement for H2C (.8); Revise Proposed Order on H2C Application (.3).	1.10	324.50
	JFY	Review and analyze non-disclosure agreement issues in relationship to employment of H2C as financial advisor.	0.30	118.50
	JFY	Review issues regarding issues employment of H2C and US Trustee's Office comments re same.	0.40	158.00
08/28/2016	BTH	Finalize nondisclosure agreement with H2C and forward to parties.	0.30	88.50
08/29/2016	BTH	Review and respond to correspondence from H2C (.2); Revise non-disclosure agreement and circulate to parties (.3).	0.50	147.50
	JFY	Review and analyze issues related to H2C engagement and nondisclosure agreement.	0.80	316.00
08/31/2016	BTH	Review Interim Monthly Billing Statement for July and forward the same to M. Long (.2).	0.20	59.00
	JFY	Continue to review and analyze issues involving retention of H2C as financial advisor.	0.90	355.50

		Hours	
SRR	Formulate strategy for response to UCC objection to financial advisors; research issue of objection to financial advisor.	0.50	187.50
	TOTAL SERVICES	33.10	10,754.50
	TOTAL THIS INVOICE		10,754.50
	Previous Balance		\$4,122.50
09/13/2016	Payment received		-2,153.50
	TOTAL OUTSTANDING INVOICES		<u>\$12,723.50</u>

Aged Due Amounts			
Stmt Date	Stmt #	Billed	Due
07/14/2016	92508	1,969.00	1,969.00
			<u>1,969.00</u>

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September 14, 2016

Invoice No.: 93438

Terry Odom, CEO
Powell Valley Healthcare, Inc.
777 Avenue H
Powell, WY 82435

RE: Powell Valley Healthcare, Inc.
11278.016 Automatic Stay Adversary

PROFESSIONAL SERVICES:

			Hours	
08/16/2016	JFY	Review and analyze automatic stay issues and extension of automatic stay issues (.5); Review and analyze case law re stay issues (.5); Review issues and motion to continue or expand stay (.4).	1.40	553.00
08/30/2016	BTH	Research re requirements to commence adversary proceeding (.3); Review final complaint (.3).	0.60	177.00
TOTAL SERVICES			2.00	730.00
TOTAL THIS INVOICE				730.00
TOTAL OUTSTANDING INVOICES				<u>\$730.00</u>

PAYABLE UPON RECEIPT